

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re: Chapter 11  
**W.R. Grace & Co., et al.** Case No. 01-01139 (JKF)  
Debtors. Jointly Administered

**SIXTEENTH MONTHLY FEE APPLICATION OF STROOCK & STROOCK  
& LAVAN LLP FOR COMPENSATION FOR SERVICES RENDERED AND  
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD  
FROM JULY 1, 2002 THROUGH JULY 31, 2002**

Name of Applicant	<b>Stroock &amp; Stroock &amp; Lavan LLP</b>
Authorized to Provide Professional Services to:	<b>Official Committee of Unsecured Creditors</b>
Date of Retention:	<b>April 12, 2001</b>
Period for which compensation and reimbursement is sought	<b>July 1, 2002 – July 31, 2002</b>
Amount of Compensation sought as actual, reasonable and necessary:	<b>\$90,903.27 (80% - \$72,722.61)</b>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	<b>\$1,250.79 (Stroock) \$11,996.25 (Chambers)</b>

This is an:  interim  final application

The total time expended for the preparation of the Fourteenth Monthly Fee Statement and the Fifteenth Monthly Fee Statement is approximately 7.1 hours and the corresponding compensation requested is approximately \$1,765.50.

**Attachment A****Monthly Fee Applications**

		Requested		Approved for Payment	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
May 30, 2001	4/12/01-4/30/01	\$138,926.00	\$1,975.13	\$111,140.80	\$1,975.13
July 2, 2001	5/1/01 – 5/31/01	\$139,928.75	\$6,884.73	\$111,943.00	\$6,884.73
July 30, 2001	6/1/01 – 6/30/01	\$91,019.00	\$10,458.14	\$72,815.20	\$10,458.14
August 31, 2001	7/1/01-7/31/01	\$92,308.00	\$5,144.37	\$73,846.40	\$5,144.37
October 2, 2001	8/1/01 8/31/01	\$53,873.50	\$3,069.88	\$43,098.80	\$3,069.88
October 31, 2001	9/1/01 – 9/30/01	\$58,742.00	\$6,801.32	\$46,993.60	\$6,801.32
November 26, 2001	10/1/01 – 10/31/01	\$101,069.00	\$3,562.09	\$80,855.20	\$3,562.09
January 8, 2002	11/1/01 – 11/30/01	\$136,368.50	\$8,847.34	\$109,094.80	\$8,847.34
February 1, 2002	12/01/01 – 12/31/01	\$92,064.50	\$9,471.47	\$73,651.60	\$9,471.47
March 14, 2002	01/01/02 – 01/31/02	\$100,231.50	\$14,675.58	\$80,185.20	\$14,675.58
April 22, 2002	02/01/02 – 02/28/02	\$88,974.50	\$16,863.97	\$71,179.60	\$16,863.97
May 8, 2002	03/01/02 – 03/31/02	\$77,964.25	\$1,190.44	\$62,371.40	\$1,190.44
June 3, 2002	04/01/02 – 04/30/02	\$97,251.50	\$11,588.86	\$77,801.20	\$11,588.86
July 3, 2002	05/01/02-05/31/02	\$71,910.75	\$46,105.12	\$59,918.60	\$46,105.12

August 5, 2002	06/01/02 – 06/30/02	\$73,097.75	\$116,720.77	\$58,477.40	\$116,720.77
----------------	------------------------	-------------	--------------	-------------	--------------

W R GRACE & COMPANY ATTACHMENT B JULY 1, 2002 - JULY 31, 2002				
				No. of Years
	Hours	Rate	Amount	In Position
<b>Partners</b>				
Greenberg, Mayer	1.7	525	\$ 892.50	4
Kruger, Lewis	6.1	695	\$ 4,239.50	32
Pasquale, Kenneth	26.4	495	\$13,068.00	3
<b>Associates</b>				
Brandes, Ronnie H.	1.7	245	\$ 416.50	1
Krieger, Arlene	98.9	475	\$46,984.52	18
Sasson, Moshe	46.3	395	\$18,288.50	8
<b>Paraprofessionals</b>				
Defreitas, Vaughn	6.0	100	\$ 600.00	14
Mariano, Christine	26.3	155	\$ 4,076.50	6
Serrette, Rosemarie	20.3	170	\$ 3,451.00	14
<b>Subtotal</b>	233.7		\$92,017.02	
<b>Less 50% Travel</b>	(2.30)		\$ (1,113.75)	
<b>Total</b>	231.4		\$90,903.27	

## STROOCK

PAGE: 8

## COMPENSATION BY PROJECT CATEGORY

MATTER CODE	PROJECT CATEGORY	HOURS	TOTAL FEES (\$)
0002	Asbestos: Claims Analysis and Valuations	31.2	\$ 12,393.50
0003	Asbestos: Claims Litigation	19.2	\$ 9,177.00
0007	Asbestos: Other	6.6	\$ 2,895.00
0014	Case Administration	42.7	\$ 16,008.00
0017	Committee Matters and Creditor Meetings	16.1	\$ 7,443.00
0018	Fee Applications of Self	7.1	\$ 1,765.50
0019	Creditor Inquiries	5.0	\$ 2,009.00
0020	Fee Applications of Others	6.9	\$ 2,240.50
0021	Employee Matters	7.1	\$ 3,416.50
0023	Executory Contracts/Unexpired Leases (Assumption and Rejection)	2.2	\$ 1,052.02
0032	Litigation (Non-Bankruptcy/General)	1.1	\$ 522.50
0034	Litigation/Fraudulent Conveyance	70.3	\$ 24,964.00
0035	Non-Working Travel Time	4.5	\$ 2,227.50
0037	Preparation for and Attendance at Hearings	13.6	\$ 5,902.00
	<b>Subtotal</b>	233.7	\$ 92,017.02
	<b>Less: Adjustment for Travel Time</b>	-2.3	\$ (1,113.75)
	<b>TOTAL</b>	231.45	\$ 90,903.27

## STROOCK

## INVOICE

DATE	September 20, 2002
INVOICE NO.	268954
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through July 31, 2002, including:

RE	Asbestos: Claims Analysis and Valuations 699843 0002
----	---

DATE	DESCRIPTION	NAME	HOURS
07/08/2002	Telephone conference L. Kruger, L. Chambers re p.i. values (.3)	Pasquale, K.	0.3
07/15/2002	T/c L. Chambers re: briefing schedule, issues (.2).	Sasson, M.	0.2
07/16/2002	Outline response to debtors proposed estimation hearings (5.0).	Sasson, M.	5.0
07/17/2002	Begin drafting response to debtors proposed estimation hearings (3.5).	Sasson, M.	3.5
07/19/2002	Attention to recent filings (ZAI counsel response to fee; proposed order; reply motion to compel; letter to Wolin re: discovery) (.5).	Sasson, M.	0.5
07/22/2002	Attention to filing of motion under seal (.2); t/c A. Krieger re: same (.1); research, drafting response to case management proposal (6.0).	Sasson, M.	6.3

STROOCK & STROOCK & LAVAN L.L.P. • NEW YORK • LOS ANGELES • MIAMI  
180 MAIDEN LANE, NEW YORK, NY 10038-4982 TEL 212.806.5400 FAX 212.806.6006 WWW.STROOCK.COM

## STROOCK

PAGE: 2

DATE	DESCRIPTION	NAME	HOURS
07/23/2002	Attention to filings under seal (.2); correspondence re: same (.1).	Sasson, M.	0.3
07/24/2002	T/C L. Chambers office re: estimation brief (.2); T/C A. Krieger re: ACC brief under seal (.1).	Sasson, M.	0.3
07/25/2002	T/C L. Chambers office re: estimation brief (.2); continued drafting response brief to debtors case management proposal (6.0).	Sasson, M.	6.2
07/28/2002	Review ACC brief/affidavit in response to debtors motion (3.0); research cases cited therein (2.0).	Sasson, M.	5.0
07/31/2002	Draft inserts for brief re: PI injury claims (3.5); attention to filings (ZAI Interrogatories) (.2).	Sasson, M.	3.7

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Pasquale, Kenneth	0.3	\$ 495	\$ 148.50
Sasson, Moshe	31.0	395	12,245.00
<hr/>			
<hr/> TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 12,393.50		

<hr/> TOTAL FOR THIS MATTER	\$ 12,393.50
-----------------------------	--------------

## STROOCK

---

PAGE: 3

---



---

RE	Asbestos: Claims Litigation 699843 0003
----	--

---

DATE	DESCRIPTION	NAME	HOURS
07/01/2002	Review, revise and continue to prepare Committee's objection to the PD Committee's motion to retain counsel for the ZAI litigation (1.8); memo to and from T. Maher re Committee objection to PD Committee's motion to retain special counsel (.2); office conference LK re Committee response (.2); office conferences RS re filing and service of Committee response (.2); memo to and from MS re Committee's objection (.1).	Krieger, A.	2.5
07/01/2002	Review objection to ZAI claimants motion to retain special counsel.	Sasson, M.	0.2
07/01/2002	Conference with A. Krieger and M. Lastowski re filing of response to PD motion to retain special counsel (.2); prepare Committee response for filing and service (.4).	Serrette, R.	0.6
07/02/2002	Reviewed amended proofs of claim filed by Barbanti (.2); amended proof of claim filed by Ralph Busch (.1); amended proof of claim filed by Paul Price (.1); amended proof of claim of J&M Prebil (.1); review motion of ZAI claimants Barbanti, Busch, Price Prebil and McMurchie for leave to appeal court's 6/18/02 order (.3); review related correspondence to the Court and order entered by the Court re appeal/briefing on ZAI order (.3); memo to and from J. Baer re Debtors/PD committee meeting to discuss ZAI litigation (.2).	Krieger, A.	1.3
07/03/2002	Telephone call Jan Baer re conference call with PD Asbestos Committee to discuss budget (.2); began to review Debtors' supplemental brief regarding procedures for litigation of personal	Krieger, A.	1.7

## STROOCK

---

PAGE: 4

---

DATE	DESCRIPTION	NAME	HOURS
	injury liability issues (1.5).		
07/08/2002	Telephone call J. Baer re Debtors' discussion with ZAI, PD Committee to discuss ZAI litigation (.3); memorandum to LK, KP re above and Committee's response to PD Committee's proposed ZAI budget (.5); office conference LK re same (.1).	Krieger, A.	0.9
07/08/2002	Conference with Judge Wolin regarding issues in asbestos cases and possible strategy to conclude cases (.7); telephone call with L. Chambers regarding asbestos claims (.2).	Kruger, L.	0.9
07/08/2002	Attention to objections to ZAI special counsel retention motion (.6)	Pasquale, K.	0.6
07/09/2002	Attention to debtors' objection to ZAI budget (.3)	Pasquale, K.	0.3
07/12/2002	Complete review of Debtors' supplemental brief regarding procedures for litigation of common personal liability issues (1.5); review debtors response to PD Committee's motion for clarification of the bar date order (.3); review Debtors objection to the PD Committee's proposed ZAI litigation trial budget (.6).	Krieger, A.	2.4
07/15/2002	Review PD Committee's reply to PI Committee objection to Special Counsel retention motion (.3); review ZAI Claimants response to Debtors' objection to ZAI proofs of claim (.8).	Krieger, A.	1.1
07/16/2002	Review Debtors' objection to claimants' motion for leave to appeal court order (1.0); review Debtors' proposed order re schedule for ZAI litigation (.1).	Krieger, A.	1.1
07/22/2002	Review ZAI response to Debtors' proposed budget for ZAI litigation and choice of counsel (.4); ZAI claimants proposed order re litigation schedule (.3); memos to KP re above (.5); office conference LK re court's ruling on special counsel and the ZAI litigation budget	Krieger, A.	1.4

## STROOCK

PAGE: 5

DATE	DESCRIPTION	NAME	HOURS
	(.1); memo to LK re court's ruling on litigation schedule (.1).		
07/24/2002	Memo from and to KP re PI Committee's pleadings in respect of case management proposal (.2); telephone call M. Zaleski re request to file under seal and Committee's access to documents (.3); review PI Committee's pleadings re motion and order (.5); memo to KP, LK re substance of Matt Zaleski discussion (.5); memos to and from J. Baer re transmittal of unredacted pleadings to the Creditors' Committee (.3).	Krieger, A.	1.8
07/24/2002	Attention to P.I. Committee submission on case Pasquale, K. management issues (2.0)		2.0
07/25/2002	Memo from and to J. Baer re unredacted asbestos PI Committee pleadings and confidential materials to be forwarded (.1); telephone call Jay Sakalo re discussion re unredacted pleadings (.1).	Krieger, A.	0.2
07/26/2002	Office conference MS re preparation of Committee's brief on PI process (.2).	Krieger, A.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	14.6	\$ 475	\$ 6,935.00
Kruger, Lewis	0.9	695	625.50
Pasquale, Kenneth	2.9	495	1,435.50
Sasson, Moshe	0.2	395	79.00
Serrette, Rosemarie	0.6	170	102.00
<b>TOTAL FOR PROFESSIONAL SERVICES RENDERED</b>			<b>\$ 9,177.00</b>

<b>TOTAL FOR THIS MATTER</b>	<b>\$ 9,177.00</b>
------------------------------	--------------------

STROOCK

---

PAGE: 6

---

## STROOCK

---

PAGE: 7

---



---

RE	Asbestos: Other 699843 0007
----	--------------------------------

---

DATE	DESCRIPTION	NAME	HOURS
07/03/2002	Review report issued by the Agency for Toxic Substances and Disease Registry re Libby, MO asbestos levels (1.0)	Krieger, A.	1.0
07/08/2002	Office conference DW re Judge Newsome's decision denying class certification in the Armstrong World Industries case and prepare a memorandum summarizing same (1.5).	Krieger, A.	1.5
07/09/2002	Complete draft of memorandum re Newsome decision and applicability to Grace cases.	Krieger, A.	0.8
07/16/2002	Review statements by Senator Murray re asbestos legislation and legislative information.	Krieger, A.	0.3
07/17/2002	Review PI Committee's prior filing in B&W case and cases cited therein (2.5)	Sasson, M.	3.0

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	3.6	\$ 475	\$ 1,710.00
Sasson, Moshe	3.0	395	1,185.00
<hr/> TOTAL FOR PROFESSIONAL SERVICES RENDERED			\$ 2,895.00

TOTAL FOR THIS MATTER	\$ 2,895.00
-----------------------	-------------

## STROOCK

---

PAGE: 8

---

RE	Case Administration 699843 0014
----	------------------------------------

DATE	DESCRIPTION	NAME	HOURS
07/01/2002	Office conference DW re response to Warren Smith's initial report on SSL quarterly fee application (.1); briefly review W. Smith's initial report and notes thereon (.8); memo to MS re review of initial report and preparation of a response thereto (.1); office conferences RS re preparation of a response to W. Smith (.2).	Krieger, A.	1.2
07/01/2002	Review of fee auditors report (.3).	Serrette, R.	0.3
07/02/2002	Assignment received from Mark Levy and Mayer Greenberg; phone conversation with Arlene Krieger about how to account for questions raised in Fee Auditor's Report.	Brandes, R.	0.1
07/02/2002	Review and cross-reference motion with outline court docket.	Defreitas, V.	1.5
07/02/2002	Memo to M. Levy re preparation of response to fee auditors report (.2); memo to M. Sasson re same (.2); memo to K. Pasquale re same (.1); review agenda notices for hearings referred to in auditor's report and time records in preparation for drafting response (.5); memos to and from V. DeFreitas re new pleadings and objections (.8); office conference R. Brandes re response to Fee Auditor's initial report (.1).	Krieger, A.	1.9
07/03/2002	Drafted response to Fee Auditor's Initial Report regarding Stroock's fees.	Brandes, R.	0.3
07/03/2002	Download recently filed case pleadings.	Defreitas, V.	0.5
07/03/2002	Office conference LK re preparation of amended limited objection clarifying author of	Krieger, A.	1.4

## STROOCK

PAGE: 9

DATE	DESCRIPTION	NAME	HOURS
	comments (.1); review objection (.1); office conference RS re same (.2); memo to and telephone call M. Lastowski re same and cover letter identifying change (.4); office conference RS re Chambers invoices for the Fee Auditor and preparation of SSL's response (.3); memos from and to M. Sasson re response to Fee Auditor (.3).		
07/03/2002	Review of fee auditor's report (.3); review time and disbursement entries in question and draft reply (.6).	Serrette, R.	0.9
07/08/2002	Drafted email response to Fee Auditor's Report (0.4); submitted response to M. Greenberg for review (0.1); made M. Greenberg's suggested changes to response for Arlene Krieger (0.2).	Brandes, R.	0.7
07/08/2002	Attention to fee auditor report re KP references (.5)	Pasquale, K.	0.5
07/09/2002	Wrote and sent email response to Arlene Krieger; Mayer Greenberg and Mark Levy (0.3); incorporated Mark Levy's comments into email response to Fee Auditor's Report (.3).	Brandes, R.	0.6
07/09/2002	Research brief re standard of "insolvency" (.5); download and distribute same (.3).	Serrette, R.	0.8
07/10/2002	Review language re fees.	Greenberg, M.	0.4
07/10/2002	Began to prepare draft response to W. Smith, reviewing underlying fee applications and materials in connection therewith (7.5); office conference RS re same (.2).	Krieger, A.	7.7
07/11/2002	Discussion with MAL re: write-up, revisions to same.	Greenberg, M.	0.5
07/11/2002	Continue to prepare draft response to W. Smith; review and revise same (8.0); office conference RS re same (.2); office conference D. Murtha (accounting) re Westlaw charges (.2).	Krieger, A.	8.4

## STROOCK

PAGE: 10

DATE	DESCRIPTION	NAME	HOURS
07/12/2002	Complete preparation of response to W. Smith Krieger, A. (2.5).		2.5
07/12/2002	Review of Fee Auditors Interim Report on Stroock's fees (.6); confs with A. Krieger re response (.2); research re same (.9).	Serrette, R.	1.7
07/15/2002	Review various case file pleadings to assign to file surf database. Defreitas, V.		0.7
07/15/2002	Memo to and from KP re proposed response to Fee Auditor's initial response on SSL Application (.1); revise SSL response to reflect KP's comments (.8); memo to LK re revised response to Fee Auditor (.1); finalize response and exhibits and forward to W. Smith (.8).	Krieger, A.	1.8
07/15/2002	Attention to draft response to fee examiner (.3)	Pasquale, K.	0.3
07/16/2002	Memos to V. DeFreitas re docketed pleadings to be obtained from the docket (.2); office conference V. DeFreitas re ZAI, Sealed Air fraudulent transfer pleadings (.5); office conference RS re Asbestos Committees' motion regarding choice of law; insolvency standards (.1); review updated general case docket & adversary proceeding docket (.3).	Krieger, A.	1.1
07/17/2002	Conference with counsel (Milberg Weiss) to obtain copy of Special Master's Order and Report (1); review same (.2).	Serrette, R.	0.3
07/18/2002	Confs with A. Krieger re agenda (.2); further review of agenda (.3).	Serrette, R.	0.5
07/18/2002	Conf with A. Krieger to prepare for filing of Response to Compensation (.2); prepare response for filing and service, including e-mails to Duane Morris (.4).	Serrette, R.	0.6
07/18/2002	Review responses filed to various ZAI motions of July 22 calendar (.3).	Serrette, R.	0.3

## STROOCK

PAGE: 11

DATE	DESCRIPTION	NAME	HOURS
07/22/2002	Download recently filed pleadings into central database.	Defreitas, V.	0.8
07/22/2002	Attended to files (.5).	Krieger, A.	0.5
07/24/2002	Download recently filed pleadings into database.	Defreitas, V.	0.5
07/24/2002	Memo from and to W. Smith re inquiry regarding Chambers' invoices and SSL Fourth Quarterly Application (.1); office conferences RS re same and response (.3); memo to W. Smith re response to inquiry (.1); telephone call W. Smith re SSL response and fee auditor's position on same (.1); memo to LK, RS re substance of telephone conversation with W. Smith (.1); memo to V. DeFreitas, R. Serrette re Peterson affidavit and related pleadings (.2).	Krieger, A.	0.9
07/29/2002	Review Fee Auditors Final Report on SSL fees for the period 1/02 - 3/02 (.3).	Serrette, R.	0.3
07/30/2002	Download recently filed case pleadings.	Defreitas, V.	1.3
07/31/2002	Download recently filed case pleadings.	Defreitas, V.	0.7
07/31/2002	Telephone call with E. Ordway regarding prior role of PWC's restructuring group with WR Grace and disclosure (.2).	Kruger, L.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Brandes, Ronnie H.	1.7	\$ 245	\$ 416.50
Defreitas, Vaughn	6.0	100	600.00
Greenberg, Mayer	0.9	525	472.50
Krieger, Arlene	27.4	475	13,015.00
Kruger, Lewis	0.2	695	139.00
Pasquale, Kenneth	0.8	495	396.00
Serrette, Rosemarie	5.7	170	969.00
<b>TOTAL FOR PROFESSIONAL SERVICES RENDERED</b>		<b>\$ 16,008.00</b>	

STROOCK

---

PAGE: 12

---

---

TOTAL FOR THIS MATTER \$ 16,008.00

---

## STROOCK

---

PAGE: 13

---



---

RE	Committee Matters and Creditor Meetings 699843 0017		
DATE	DESCRIPTION	NAME	HOURS
07/01/2002	Review memo to the Committee Timothy Kane's motion for stay relief (.2); memo to and from C. Lane re Debtors' response to Timothy Kane (.2).	Krieger, A.	0.4
07/02/2002	Draft memo to committee re: debtors' proposed case management.	Sasson, M.	2.8
07/09/2002	Memos from and to T. Maher re dissemination of financial information (.2); prepare memorandum to the Committee re dissemination of financial information to signatories (1.0); memos to and from R. Douglas re signatories to agreement (.3); review memo to the Committee re PD Committee response to Debtors' motion (1.0); memo to LK re memorandum discussing PD Committee's objection to compensation benefits motion (.4).	Krieger, A.	2.9
07/10/2002	Telephone call R. Douglas re confidentiality agreement signatories and Grace acknowledgement.	Krieger, A.	0.2
07/11/2002	Memo from R. Douglas re status of Grace's execution of confidentiality agreement, as signed by the Signatory Banks (.1).	Krieger, A.	0.1
07/12/2002	Revise memorandum to the Committee re confidentiality agreement and transmittal of documentation (.2); telephone call S. Cunningham re Committee position on KERP (.1).	Krieger, A.	0.3
07/15/2002	Memo from and to R. Douglas re correspondence from Debtors' counsel	Krieger, A.	0.9

---

## STROOCK

PAGE: 14

DATE	DESCRIPTION	NAME	HOURS
	confirming Graces agreement and acknowledgement of four Signatory Banks to the Confidentially Agreement (.4); memos from and to KP re Armstrong decision and completion of proposed memo to the Committee discussing same (.1); telephone call R. Douglas re Grace's acknowledgement of transmittal of authority to the Signatory Banks on Schedule A (.1); review and revise memo to the Committee re Committee response to Debtors motion for authorization to implement modified compensation programs (.3)		
07/15/2002	Continued draft memo to Committee re: debtors' proposed case management (2.5)	Sasson, M.	1.4
07/16/2002	Correspondence from R. Douglas re Debtors' execution of correspondence to which Schedule A of confidentiality agreement appended (.1).	Krieger, A.	0.1
07/17/2002	Prepare draft response of the Committee in support of the Debtors' motion regarding authority to implement revised compensation programs (3.3); prepare revised memorandum to the Committee re discussing Debtors' compensation programs' motion, and the Committee's response thereto (1.0); memo to LK, S. Cunningham and W. Gilligan re proposed draft Committee response in support of the Debtors' motion (.2); memo to the Committee re compensation motion and subsequent pleadings thereon (.1).	Krieger, A.	4.6
07/18/2002	Telephone call LK re Committee response to Debtors' compensation motion (.1); memos to and from W. Gilligan and S. Cunningham re Committee response (.2); correspondence from R. Douglas re Grace execution of Confidentiality Agreement (.1); memo to R. Douglas re same (.1); memo from and to M. Chehi re Committee's response to Debtors' compensation programs motion (.2); memo to T. Maher re Committee response (.1); finalized	Krieger, A.	1.2

## STROOCK

PAGE: 15

DATE	DESCRIPTION	NAME	HOURS
	response (.1); office conference RS re finalization of response and service of same (.2); memos to and from C. Lane re proposed order (.1).		
07/24/2002	Prepare memorandum to the Committee re fraudulent transfer litigation related rulings, reports (.6).	Krieger, A.	0.6
07/31/2002	Review memo to Committee regarding Judge Wolin's decision (.2); telephone calls with creditors - Goldman Sachs (.1), King Street Capital (.2); Lefco (.1) regarding court decision.	Kruger, L.	0.6

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	11.3	\$ 475	\$ 5,367.50
Kruger, Lewis	0.6	695	417.00
Sasson, Moshe	4.2	395	1,659.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 7,443.50
--	-------------

TOTAL FOR THIS MATTER	\$ 7,443.50
-----------------------	-------------

## STROOCK

---

PAGE: 16

---



---

RE	Fee Applications of Self 699843 0018
----	---

---

DATE	DESCRIPTION	NAME	HOURS
07/01/2002	Further edits to May bill (.2)	Serrette, R.	0.2
07/02/2002	Edits to monthly fee application for May (.6); conference with R. Sianni re filing (.1); prepare same for filing and service (.7); service of same (.5).	Serrette, R.	1.9
07/08/2002	Call with RB re tax time; review file	Greenberg, M.	0.5
07/09/2002	Call with RB re memo; review same	Greenberg, M.	0.3
07/12/2002	Initial review of June time entries (.8).	Serrette, R.	0.8
07/17/2002	Further review of June time entries (.4); conference with M. Sasson re entries (.1).	Serrette, R.	0.5
07/22/2002	Further review of time entries and edits to same	Serrette, R.	0.4
07/24/2002	Office conference RS re review of June 2002 time detail (.1).	Krieger, A.	0.1
07/26/2002	Draft CNO for 14th Interim Fee application (.8); confs with R. Sianni re same (.2); prepare same for filing and service (.4).	Serrette, R.	1.4
07/28/2002	Review June 2002 time detail.	Krieger, A.	0.8
07/30/2002	Review A. Krieger's mark of June time entries.	Serrette, R.	0.2

---

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Greenberg, Mayer	0.8	\$ 525	\$ 420.00

STROOCK

PAGE: 17

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	0.9	475	427.50
Serrette, Rosemarie	5.4	170	918.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,765.50
--	-------------

TOTAL FOR THIS MATTER	\$ 1,765.50
-----------------------	-------------

## STROOCK

---

PAGE: 18

---



---

RE	Creditor Inquiries 699843 0019
----	-----------------------------------

---

DATE	DESCRIPTION	NAME	HOURS
07/19/2002	Tel conf with creditors (former employees) re POC and pension protection (.4).	Serrette, R.	0.4
07/22/2002	Creditor inquiries from former employees regarding POC package (.4).	Serrette, R.	0.4
07/24/2002	Office conference KP re creditor inquiry on Babcock case, plan terms and on-going docket review (.1) office conference RS re above (.1); memo to KP re above (.1).	Krieger, A.	0.3
07/25/2002	Review Babcock Wilcox 5/20 amended plan in response to creditors inquiries (1.5); prepare memorandum to LK, KP re plan terms (2.0)	Krieger, A.	3.5
07/29/2002	Telephone conference with former employees re pension benefits and bar date notice (.4).	Serrette, R.	0.4

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	3.8	\$ 475	\$ 1,805.00
Serrette, Rosemarie	1.2	170	204.00
<b>TOTAL FOR PROFESSIONAL SERVICES RENDERED</b>			<b>\$ 2,009.00</b>

<b>TOTAL FOR THIS MATTER</b>	<b>\$ 2,009.00</b>
------------------------------	--------------------

## STROOCK

---

PAGE: 19

---



---

RE	Fee Applications of Others 699843 0020
----	---

---

DATE	DESCRIPTION	NAME	HOURS
07/01/2002	Review draft response of FTI P&M to W.Smith's initial report (1.3).	Krieger, A.	1.3
07/02/2002	Complete review of FTI P&M draft response to Fee Auditor (.8); memoranda to and from L. Hamilton re same (.1); office conferences RS re review of FTI P&M draft response (.2); office conference RS re FTI P&M response (.1); telephone call L. Hamilton re comments to FTI P&M response to Fee Auditor (.2).	Krieger, A.	1.4
07/02/2002	Prepare FTI monthly fee application for May for filing and service (.5); review of FTI's response to fee auditors comments (.3); service of same (.5); draft correspondence to Chambers re payment of invoice (.3).	Serrette, R.	1.6
07/16/2002	Review memorandum re initial compensation requests by Special Master Dreier and other consultants appointed by Judge Wolin and office conference DW re same (.3).	Krieger, A.	0.3
07/22/2002	Review Fee Auditors monthly fee and expense invoice (.3); memo to V. DeFreitas re notice for July 2002 services (.1); review Debtors' statement of amounts paid to ordinary course professionals and order entered on another proceeding (.1).	Krieger, A.	0.5
07/26/2002	Draft CNO to 14th interim Fee Application and prepare for e-filing and serve (FTI).	Serrette, R.	0.8
07/29/2002	Conference with S. Hollinghead to prepare CNO on FTI's 13th Interim Fee Application (.2); prepare CNO for e-mailed for filing (.5).	Serrette, R.	0.7

# STROOCK

PAGE: 20

DATE	DESCRIPTION	NAME	HOURS
07/30/2002	Conf with Libby Hamilton (FTI) re fee auditors final fee report (.3).	Serrette, R.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	3.5	\$ 475	\$ 1,662.50
Serrette, Rosemarie	3.4	170	578.00

<u>TOTAL FOR PROFESSIONAL SERVICES RENDERED</u>	<u>\$ 2,240.50</u>
---	--------------------

<u>TOTAL FOR THIS MATTER</u>	<u>\$ 2,240.50</u>
------------------------------	--------------------

## STROOCK

PAGE: 21

---

RE	Employee Matters 699843 0021
----	---------------------------------

---

DATE	DESCRIPTION	NAME	HOURS
07/01/2002	Telephone call G. Becker re Committee's position on Debtors' motion for approval of revised compensation programs (.2); memo from and to J. Kapp re comments to compensation motion (.1); review of underlying documentation and then telephone call to C. Lane re Committee comments on the compensation programs (.6); memo to S. Cunningham, W. Gilligan re conversation with Debtors' counsel re outstanding points on compensation motion (.2).	Krieger, A.	1.1
07/02/2002	Telephone call C. Lane re order modifications, and outstanding issues on compensation motion (.2)	Krieger, A.	0.3
07/03/2002	Prepared memo to C. Lane re proposed modifications to the memos and form of order approving revised compensation programs (.6); telephone call W. Gilligan re same (.2); memo from C. Lane re proposed revised order (.1).	Krieger, A.	0.9
07/08/2002	Memos from and to W. Gilligan re straight line determination of LTIP awards (.2); review proposed revised form of order (.2); review PD Committee objection to Motion for approval of revised compensation programs, and prepare memorandum to the Committee re same (2.5); memorandum to FTI P&M re same (.1);	Krieger, A.	3.0
07/09/2002	Telephone call S. Cunningham re PD Committee's response to Debtors' revised compensation motion and Committee's response thereto (.4).	Krieger, A.	0.4
07/15/2002	Review memo re KERP.	Kruger, L.	0.2

## STROOCK

---

PAGE: 22

---

DATE	DESCRIPTION	NAME	HOURS
07/16/2002	Review Debtors' response to PD Committee's objection to Debtors' motion authorizing implementation of revised compensation programs (.8); memo to S. Cunningham re Debtors' response (.2).	Krieger, A.	1.0
07/17/2002	Memos from and to W. Gilligan re Debtors' compensation motion inquiries (.2).	Krieger, A.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	6.9	\$ 475	\$ 3,277.50
Kruger, Lewis	0.2	695	139.00
<hr/> TOTAL FOR PROFESSIONAL SERVICES RENDERED			\$ 3,416.50
<hr/> TOTAL FOR THIS MATTER			\$ 3,416.50

## STROOCK

PAGE: 23

RE	Executory Contracts/Unexpired Leases (Assumption and Rejection) 699843 0023
----	--

DATE	DESCRIPTION	NAME	HOURS
07/01/2002	Review Carteret prime leases (.9).	Krieger, A.	0.9
07/02/2002	Review proposed order re Debtors' motion re assignment of Carteret Leases (.5); memo to C. Lane re proposed modifications to the order (.3)	Krieger, A.	0.8
07/08/2002	Review revised proposed form of order (.2); memo to C. Lane re additional comment thereto (.1); review Debtors' objection to WESCONN Co. motion for relief from the stay (.2).	Krieger, A.	0.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	0.8	\$ 484	\$ 387.02
Krieger, Arlene	1.4	475	665.00
<b>TOTAL FOR PROFESSIONAL SERVICES RENDERED</b>			<b>\$ 1,052.02</b>

<b>TOTAL FOR THIS MATTER</b>	<b>\$ 1,052.02</b>
------------------------------	--------------------

# STROOCK

PAGE: 24

RE	Expenses 699843 0024
<hr/>	
TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 0.00
<hr/>	
MATTER DISBURSEMENT SUMMARY	
<hr/>	
Outside Messenger Service	\$ 55.71
Meals	68.09
Local Transportation	74.72
Long Distance Telephone	482.89
Duplicating Costs-in House	228.00
Postage	12.82
Facsimile Charges	77.00
Travel Expenses - Transportation	89.95
Westlaw	131.61
Word Processing - Logit	30.00
<hr/>	
TOTAL DISBURSEMENTS/CHARGES	\$ 1,250.79
<hr/>	
TOTAL FOR THIS MATTER	\$ 1,250.79

## STROOCK

PAGE: 25

---

RE                    Litigation (Non-Bankruptcy/General)  
 699843 0032

---

DATE	DESCRIPTION	NAME	HOURS
07/02/2002	Review KPMG motion to compel document production re English and American Insurance Company matter (.1).	Krieger, A.	0.6
07/22/2002	Review Scheme Administrators response to Debtors re Production of documents (.1); review of PRS Insurance Group case (using Westlaw) re production of documentation notwithstanding confidentiality issues (.4).	Krieger, A.	0.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	1.1	\$ 475	\$ 522.50
<b>TOTAL FOR PROFESSIONAL SERVICES RENDERED</b>			<b>\$ 522.50</b>

<b>TOTAL FOR THIS MATTER</b>	<b>\$ 522.50</b>
------------------------------	------------------

## STROOCK

---

PAGE: 26

---

RE	Litigation/Fraudulent Conveyance 699843 0034		
DATE	DESCRIPTION	NAME	HOURS
07/02/2002	Reviewed 6/28/02 correspondence from D. Rosenbloom re fraudulent conveyance production (.2); 6/25/02 correspondence to Judge Wolin re Sealed Air/Asbestos Committees' issues (.1); 6/17/02 correspondence to Judge Dreier re "Eye's Only" discovery issues (.9); review Judge Wolin's 5/21/02 protective order and order to compel (.3); opposition to the Motion to compel (.1); review May 14, 2002 correspondence from Milberg Weiss to all counsel re privilege waiver issues (.3); review 6/3/02 correspondence to Judge Dreier (.2); review USA response to Sealed Air Motion on short notice to compel (.2); review PI Committee's objection to PD Committee's motion to retain special counsel (.2); review Debtors' objections to PD Committee's motion to retain special counsel (.4).	Krieger, A.	2.9
07/08/2002	Review Sealed Air's motion to strike USA witness disclosure and related pleadings in connection with USA's intervention and discovery (.5).	Krieger, A.	0.5
07/08/2002	Review recently filed pleadings (1.0); Update file to include all recent decisions and pleadings (1.3)	Mariano, C.	2.3
07/08/2002	Attention to recent discovery correspondence (.4); attention to plaintiffs' brief re solvency standard (1.5)	Pasquale, K.	1.9
07/09/2002	Memo to and from KP re insolvency issue brief (.2); office conferences RS re brief and review of the Adversary Proceeding docket (.3);	Krieger, A.	2.5

## STROOCK

PAGE: 27

DATE	DESCRIPTION	NAME	HOURS
	review 7/3/02 correspondence from Milberg Weiss to Judge Wolin re Grace discovery issues and request for sanctions (1.2); review Equity Committee motion to intervene (.1); review other discovery-related documents (.7).		
07/10/2002	Attention to lengthy Grace letter re discovery issues (.3); attention to solvency briefs (1.1)	Pasquale, K.	1.4
07/12/2002	Office conference RS re asbestos committees' motion to determine the choice of law, insolvency standard (.1); office conference V. DeFreitas re same (.2); review memorandum of asbestos committee in support of motion (1.0).	Krieger, A.	1.3
07/12/2002	Obtain copies of depositions (.4), review (.5) and index all exhibits (.4) - load transcripts into database- Livenote (.4), review for accuracy (.9), compare indexes to find overlapping exhibits (.9), and revise indexes to reflect duplicate exhibits (1.0)	Mariano, C.	4.5
07/15/2002	Complete review of asbestos committee's memorandum of law in support of motion re choice of law standard for insolvency analysis (.6); review Seal Air's response (.7); review asbestos committee's reply memorandum on insolvency standard issues (1.5); review defendants' motion to strike portion of USA's witness disclosure statement and limit expert opinions (.6); review USA's response to Debtors' motion to strike (.3); review plaintiffs' opposition to defendants' motion to strike (.2).	Krieger, A.	3.9
07/15/2002	Conference call with Judge Dreier, all parties re expert witness issues (2.0)	Pasquale, K.	2.0
07/15/2002	Attention to recent filings (answer to USA complaint in intervention; motion to strike US expert disclosure and response thereto; motions re: compensation program; objections to ZAI litigation budget; legal standards in FT action; review motion to intervene under 1109(b); equity committees motion to intervene) and	Sasson, M.	3.0

## STROOCK

PAGE: 28

DATE	DESCRIPTION	NAME	HOURS
correspondence related thereto.			
07/16/2002	Office conference LK re insolvency standard issues and discovery disputes (.2); memo to and from KP re meeting with LK, KP to discuss Committee's position on intervention, insolvency standards issues and preparation of correspondence to Judge Wolin (.6); review Judge Wolin's order on objection to Special Masters Order and Report (.1).	Krieger, A.	0.9
07/16/2002	Office conference with K. Pasquale and A. Krieger, telephone call with D. Bernick regarding Judge Wolin's response to Judge Dreier's decision allowing discovery of post Sealed Air transfer facts.	Kruger, L.	0.4
07/16/2002	Obtain pleadings from Bankruptcy (.3), print (.4) and file accordingly (.5)	Mariano, C.	1.2
07/16/2002	Office conference Kruger, Krieger re court's rulings and issues concerning post-transfer information(.5)	Pasquale, K.	0.5
07/16/2002	T/C K. Pasquale re: standards briefs, letter to Wolin (.2); review letter to Wolin (.2).	Sasson, M.	0.4
07/17/2002	Review and revise correspondence to Judge Wolin (.6); office conferences MS re arguments in the brief on insolvency determination standards (.3); memos to and from KP re correspondence to Judge Wolin (.5); review Special Master's Order and Report dated June 13, 2002 (.2); review 7/16/02 correspondence by Sealed Air to Judge Dreier (.2); review 7/15/02 correspondence to Judge Dreier (.4); further revisions to finalize correspondence to Judge Wolin (.2).	Krieger, A.	2.4
07/17/2002	Review of letter to Judge Wolin regarding standard for insolvency in fraudulent transfer issue and impact on claims.	Kruger, L.	0.3
07/17/2002	Obtain copies of transcripts and begin indexing	Mariano, C.	1.7

## STROOCK

PAGE: 29

DATE	DESCRIPTION	NAME	HOURS
<hr/>			
	deposition exhibits.		
07/17/2002	Review solvency briefs filed by parties (1.5); t/c A. Krieger re: briefs, letter to Wolin (.3); review Dreier order re: standards (.2).	Sasson, M.	2.0
07/18/2002	Office conference LK re Judge Wolin letter (.1); memo and telephone calls W. Katchen re letter to Judge Wolin (.3); memo to LK and KP re telephone conference with W. Katchen with respect to letter to Judge Wolin (.1); further office conference KP re Wolin letter (.1); memo to KP, LK re Wolin letter (.1); correspondence to W. Katchen re Judge Wolin's order and Judge Dreier's order and report (.1).	Krieger, A.	0.8
07/18/2002	Continue indexing deposition exhibits (1.7) Obtain copies of documents, including pleadings, correspondence and additional exhibits from Moshe Sasson, organize and file (1.9)	Mariano, C.	3.6
07/22/2002	Reviewed Sealed Air's reply in further support of motion to compel USA to produce documents (.1); review correspondence from Travelers Casualty to Judge Wolin re request for entry of order confirming non-binding effect of ruling in the fraudulent transfer litigation (.3); review 6/14/02 transcript from USA motion to intervene, solvency determination issues (1.4).	Krieger, A.	1.8
07/22/2002	Obtain depositions, review, create indexes for all depositions and load transcripts into Livenote.	Mariano, C.	3.5
07/23/2002	Review of W.L. Ross' memo regarding fraudulent transfer.	Kruger, L.	0.3
07/23/2002	Attention to court's 6/17 opinion re solvency issue (.3); attention to supplemental briefs of parties re solvency issue (.8)	Pasquale, K.	1.1

## STROOCK

PAGE: 30

DATE	DESCRIPTION	NAME	HOURS
07/23/2002	Attention to filings (Wolin order, supplemental briefs re: standards issue (.6); sur-reply re: standards issue; transcript of 7/10 hearing) (.4).	Sasson, M.	1.0
07/24/2002	Office conference LK re Ross expert report (.2); office conference LK re Court hearing on solvency standards (.1); memos to and from KP re solvency brief and hearing (.2); review Judge Wolin's memorandum opinion (.4); review Ross expert report (.5); review asbestos committees' supplemental memorandum of law re solvency standards (5.); review Debtors' supplemental brief (.5); Westlaw review RML case, other (.4); reviewed Sealed Air's sur-reply brief (.6).	Krieger, A.	3.4
07/24/2002	Obtain several e-mails from Bankruptcy dept (.3), review (.5) and print all documents with attachments (1.2), sort documents (.3) and file accordingly (1.2)	Mariano, C.	3.5
07/24/2002	Attention to Ross expert report (1.5)	Pasquale, K.	1.5
07/25/2002	Telephone call S. Cunningham re solvency analysis, asbestos liabilities, WL Ross Expert Report (.5); memo from KP re hearing before Judge Wolin today on solvency issues (.1); memo to LK, KP re discussion with S. Cunningham (.1).	Krieger, A.	0.7
07/25/2002	Obtain copies of e-mails from Bankruptcy (.2), print all documents and attachments (1.0) and file documents (.9)	Mariano, C.	2.1
07/25/2002	Preparation for (1.0) and hearing before Judge Wolin on solvency issue (2.0)	Pasquale, K.	3.0
07/26/2002	Grace: review Ross expert report (.3).	Sasson, M.	0.3
07/29/2002	Review SA memo re: federal law (.2); t/c M. Lyman re: ACC response brief (.2).	Sasson, M.	0.5
07/30/2002	Review of Judge Wolin's decision regarding fraudulent transfer standard.	Kruger, L.	0.6

## STROOCK

---

PAGE: 31

---

DATE	DESCRIPTION	NAME	HOURS
07/30/2002	Obtain correspondence from M. Sasson (2.), review (.3), sort (.4) and file (.3)	Mariano, C.	1.2
07/31/2002	Obtain pleadings from Bankruptcy (.3), print (4.), review (.3) and file accordingly (1.7)	Mariano, C.	2.7
07/31/2002	Attention to J. Wolin decision on solvency standard (1.5); memo to Committee re same (.5)	Pasquale, K.	2.0
07/31/2002	Review Wolin opinion/memo to committee re: same. Sasson, M.		0.7

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	21.1	\$ 475	\$ 10,022.50
Kruger, Lewis	1.6	695	1,112.00
Mariano, Christine	26.3	155	4,076.50
Pasquale, Kenneth	13.4	495	6,633.00
Sasson, Moshe	7.9	395	3,120.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 24,964.50
--	--------------

TOTAL FOR THIS MATTER	\$ 24,964.50
-----------------------	--------------

## STROOCK

PAGE: 32

RE	Non-Working Travel Time 699843 0035
----	--

DATE	DESCRIPTION	NAME	HOURS
07/22/2002	Travel re omnibus hearing (3.0)	Pasquale, K.	3.0
07/25/2002	Travel re court hearing in Newark (1.5)	Pasquale, K.	1.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Pasquale, Kenneth	4.5	\$ 495	\$ 2,227.50
<b>TOTAL FOR PROFESSIONAL SERVICES RENDERED</b>			<b>\$ 2,227.50</b>

<b>TOTAL FOR THIS MATTER</b>	<b>\$ 2,227.50</b>
------------------------------	--------------------

## STROOCK

PAGE: 33

---

RE Preparation for and Attendance at Hearings  
699843 0037

---

DATE	DESCRIPTION	NAME	HOURS
07/09/2002	Telephone call with W. Katchen regarding court hearing on 7/10/02 (.2); preparation for hearing on issues before court (.2).	Kruger, L.	0.4
07/10/2002	In court before Judge Wolin regarding discovery issues, scheduling and intervention issues.	Kruger, L.	2.2
07/16/2002	Review agenda notice for July 22 hearings before Judge Fitzgerald.	Krieger, A.	0.7
07/17/2002	Memo from KP and then office conference RS re documentation for KP for 7/22/02 hearings before Judge Fitzgerald.	Krieger, A.	0.2
07/17/2002	Review of agenda for 7/22 hearing (.3); conference with A. Krieger and V. DeFreitas re items on agenda (.2); begin preparation of Hearing Binder (3.5).	Serrette, R.	4.0
07/18/2002	Preparation of documents for hearings before Judge Fitzgerald (.5); office conference RS re above (.5); memo to V. DeFreitas re review of docket for hearing preparation (.1); memo to KP re documents for hearing (.2); office conference KP re hearing (.3).	Krieger, A.	1.6
07/22/2002	Preparation for (2.0) and participated in omnibus court hearing (2.5)	Pasquale, K.	4.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	2.5	\$ 475	\$ 1,187.50

STROOCK

PAGE: 34

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Kruger, Lewis	2.6	695	1,807.00
Pasquale, Kenneth	4.5	495	2,227.50
Serrette, Rosemarie	4.0	170	680.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED			\$ 5,902.00
TOTAL FOR THIS MATTER			\$ 5,902.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED			\$ 92,017.02

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.  
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

## STROOCK

DATE	September 20, 2002
INVOICE NO.	268954
CLIENT	W R Grace & Co 7500 Grace Drive Columbia, MD 21044-4098

FOR EXPENSES INCURRED for the period through July 31, 2002:

DATE	DESCRIPTION	AMOUNT
<b>Outside Messenger Service</b>		
06/24/2002	VENDOR: Federal Express Corporation; INVOICE#: 4-251-00397; DATE: 6/10/02 - FEDEX LOG 05/20 Herb Mondross Wilmington DE	10.42
07/02/2002	Federal Express T#814154274936 ROSE SERETTE to: DAVID SIEGAL COLUMBIA,MD	9.00
07/02/2002	Federal Express T#814154274947 ROSE SERETTE to: WARREN SMITH DALLAS,TX	10.99
07/02/2002	Federal Express T#814154274958 ROSE SERETTE to: FRANK J PERCH WILMINGTON,DE	9.00
07/18/2002	Federal Express T#824841041159 LEWIS KRUGER to: ALFRED M WOLIN NEWARK,NJ	9.00
07/30/2002	FedEx Log 07/02/02 R SERETTE TO WARREN SMITH	5.83
07/30/2002	FedEx Log 07/02/02 R SERETTE TO FRANK J PERCH	1.47
<b>Outside Messenger Service Total</b>		<b>55.71</b>
<b>Meals</b>		
07/11/2002	VENDOR: Harry's Outgoing, Inc.; INVOICE#: 062802; DATE: 6/28/02 - Rose Serrette 6/25	23.11
07/11/2002	VENDOR: Harry's Outgoing, Inc.; INVOICE#: 053102; DATE: 5/31/02 05/28 Rose Serrette	22.49
07/12/2002	VENDOR: Harry's Outgoing, Inc.; INVOICE#: 053102; DATE: R Serrette 5/28	22.49

STROOCK & STROOCK & LAVAN LLP • NEW YORK • LOS ANGELES • MIAMI  
180 MAIDEN LANE, NEW YORK, NY 10038-4982 TEL 212.806.5400 FAX 212.806.6006 WWW.STROOCK.COM

## STROOCK

---

PAGE: 2

---

DATE	DESCRIPTION	AMOUNT
	<b>Meals Total</b>	<b>68.09</b>
	<b>Local Transportation</b>	
07/11/2002	VENDOR: Petty Cash; INVOICE#: 07/02/02; DATE: 7/11/02 - 06/14/02 NY PETTY CASH L.KRUGER	7.20
07/16/2002	NYC Two Ways Inc. SERRETTE 06/25/02 22:02 M from 180 MAIDEN LA to SOUTH RICHMON	38.31
07/24/2002	NYC Two Ways Inc. KRUGER 07/10/02 14:03 M from W 31 ST M to 180 MAIDEN LA	19.71
07/30/2002	VENDOR: Lewis Kruger; INVOICE#: 07/19/02; DATE: 7/30/02 - 07/08 LUNCH WITH JUDGE WOLIN - TRAIN FARE	3.00
07/30/2002	VENDOR: Lewis Kruger; INVOICE#: 07/19/02; DATE: 7/30/02 - 07/10 ATTEND COURT HEARING IN NEWARK - CAB & TRAIN FARE	6.50
	<b>Local Transportation Total</b>	<b>74.72</b>
	<b>Long Distance Telephone</b>	
07/01/2002	EXTN.3544, TEL.312-861-2124, S.T.13:24, DUR.01:42	0.65
07/01/2002	EXTN.5492, TEL.302-654-1888, S.T.11:27, DUR.03:18	1.30
07/01/2002	EXTN.5492, TEL.201-384-1279, S.T.12:41, DUR.06:00	1.94
07/01/2002	EXTN.5492, TEL.941-355-3076, S.T.13:16, DUR.25:48	8.42
07/01/2002	EXTN.5492, TEL.302-657-4918, S.T.15:56, DUR.01:30	0.65
07/01/2002	EXTN.5492, TEL.302-657-4918, S.T.18:01, DUR.08:18	2.92
07/01/2002	EXTN.5492, TEL.954-583-0773, S.T.18:14, DUR.04:24	1.62
07/01/2002	EXTN.5492, TEL.757-575-0584, S.T.19:26, DUR.00:12	0.25
07/02/2002	EXTN.5492, TEL.302-657-4918, S.T.09:56, DUR.03:48	1.30
07/02/2002	EXTN.5492, TEL.302-657-4918, S.T.14:48, DUR.05:00	1.62
07/02/2002	EXTN.5492, TEL.757-575-0584, S.T.19:14, DUR.00:06	0.25

## STROOCK

PAGE: 3

DATE	DESCRIPTION	AMOUNT
07/02/2002	EXTN.5492, TEL.757-575-0584, S.T.19:36, DUR.00:12	0.25
07/02/2002	EXTN.5492, TEL.757-575-0584, S.T.19:58, DUR.00:36	0.25
07/02/2002	EXTN.5544, TEL.201-556-4021, S.T.14:04, DUR.09:18	3.24
07/03/2002	EXTN.5492, TEL.757-575-0584, S.T.08:33, DUR.14:24	4.86
07/03/2002	EXTN.5492, TEL.954-722-1300, S.T.13:23, DUR.05:42	1.94
07/03/2002	EXTN.5492, TEL.201-384-1279, S.T.13:31, DUR.01:12	0.65
07/03/2002	EXTN.5492, TEL.954-722-1300, S.T.14:07, DUR.07:12	2.59
07/03/2002	EXTN.5492, TEL.201-384-1279, S.T.14:16, DUR.02:54	0.97
07/03/2002	EXTN.5492, TEL.201-384-1279, S.T.16:26, DUR.00:36	0.32
07/03/2002	EXTN.5544, TEL.201-556-4039, S.T.09:58, DUR.01:30	0.65
07/03/2002	EXTN.5544, TEL.302-657-4942, S.T.10:48, DUR.01:24	0.65
07/03/2002	EXTN.5544, TEL.847-668-6695, S.T.12:16, DUR.00:42	0.32
07/08/2002	EXTN.5430, TEL.202-371-9770, S.T.16:45, DUR.10:36	3.56
07/08/2002	EXTN.5431, TEL.312-606-5387, S.T.11:02, DUR.02:00	0.65
07/08/2002	EXTN.5492, TEL.201-384-1279, S.T.13:12, DUR.02:24	0.97
07/08/2002	EXTN.5492, TEL.868-638-5235, S.T.18:08, DUR.00:24	2.77
07/08/2002	EXTN.5492, TEL.954-583-0773, S.T.18:54, DUR.32:36	8.61
07/08/2002	EXTN.5492, TEL.868-632-5235, S.T.21:11, DUR.00:12	2.77
07/08/2002	EXTN.5492, TEL.301-614-9599, S.T.21:15, DUR.00:12	0.25
07/08/2002	EXTN.5562, TEL.202-371-9770, S.T.15:53, DUR.06:36	2.27
07/08/2002	EXTN.5760, TEL.973-424-2000, S.T.10:14, DUR.00:54	0.32
07/08/2002	EXTN.6605, TEL.570-426-1319, S.T.19:50, DUR.02:24	0.74

## STROOCK

<u>PAGE: 4</u>		
DATE	DESCRIPTION	AMOUNT
07/09/2002	EXTN.5492, TEL.868-625-4411, S.T.09:02, DUR.15:36	44.31
07/09/2002	EXTN.5492, TEL.941-355-3076, S.T.09:19, DUR.00:12	0.32
07/09/2002	EXTN.5492, TEL.941-355-3076, S.T.09:24, DUR.27:36	9.07
07/09/2002	EXTN.5492, TEL.757-575-0584, S.T.12:23, DUR.06:24	2.27
07/09/2002	EXTN.5492, TEL.570-426-1319, S.T.17:29, DUR.01:24	0.65
07/09/2002	EXTN.5544, TEL.201-556-4040, S.T.12:00, DUR.20:48	6.80
07/10/2002	EXTN.5492, TEL.570-426-1319, S.T.08:58, DUR.12:24	4.21
07/10/2002	EXTN.5492, TEL.954-731-1035, S.T.09:31, DUR.24:36	8.10
07/10/2002	EXTN.5492, TEL.201-384-1279, S.T.12:43, DUR.01:06	0.65
07/10/2002	EXTN.5492, TEL.757-575-0584, S.T.17:21, DUR.00:54	0.32
07/10/2002	EXTN.5492, TEL.757-575-0584, S.T.17:24, DUR.00:12	0.32
07/11/2002	EXTN.5492, TEL.201-384-1279, S.T.08:52, DUR.03:06	1.30
07/11/2002	EXTN.5492, TEL.570-426-1319, S.T.10:01, DUR.04:12	1.62
07/12/2002	EXTN.5492, TEL.570-426-1319, S.T.10:37, DUR.01:54	0.65
07/12/2002	EXTN.5544, TEL.201-556-4040, S.T.10:06, DUR.00:24	0.32
07/12/2002	EXTN.5544, TEL.214-698-3868, S.T.15:36, DUR.01:30	0.65
07/12/2002	EXTN.5544, TEL.214-698-3868, S.T.16:57, DUR.02:36	0.97
07/15/2002	EXTN.6015, TEL.202-371-9770, S.T.17:28, DUR.09:12	3.24
07/16/2002	VENDOR: Lewis Kruger; INVOICE#: 07/01/02; DATE: 7/16/02 - 06/16/02 TELEPHONE CHARGES	1.40
07/16/2002	EXTN.3430, TEL.312-861-2248, S.T.17:00, DUR.00:06	0.32
07/16/2002	EXTN.3430, TEL.312-861-2248, S.T.17:10, DUR.06:48	2.27

## STROOCK

PAGE: 5

DATE	DESCRIPTION	AMOUNT
07/16/2002	EXTN.5492, TEL.201-384-1279, S.T.13:39, DUR.03:06	1.30
07/16/2002	EXTN.5492, TEL.570-426-1319, S.T.18:52, DUR.05:24	1.94
07/16/2002	EXTN.5492, TEL.757-575-0584, S.T.19:28, DUR.00:12	0.25
07/16/2002	EXTN.6682, TEL.404-344-4632, S.T.10:22, DUR.46:24	15.23
07/17/2002	EXTN.5492, TEL.868-625-4411, S.T.09:28, DUR.00:48	2.77
07/17/2002	EXTN.5492, TEL.868-638-5235, S.T.09:30, DUR.00:18	2.77
07/18/2002	EXTN.5492, TEL.201-384-1279, S.T.16:46, DUR.00:06	0.32
07/18/2002	EXTN.5492, TEL.954-731-1035, S.T.18:10, DUR.11:12	3.89
07/18/2002	EXTN.5544, TEL.201-556-4039, S.T.10:49, DUR.00:42	0.32
07/18/2002	EXTN.5544, TEL.973-424-2031, S.T.10:51, DUR.03:00	0.97
07/19/2002	EXTN.5492, TEL.757-575-0584, S.T.16:39, DUR.00:12	0.32
07/19/2002	EXTN.5760, TEL.973-424-2031, S.T.12:33, DUR.01:42	0.65
07/22/2002	EXTN.5492, TEL.201-556-4021, S.T.12:56, DUR.03:06	1.30
07/22/2002	EXTN.5492, TEL.201-384-1279, S.T.13:00, DUR.06:12	2.27
07/22/2002	EXTN.5492, TEL.201-384-1279, S.T.14:24, DUR.02:12	0.97
07/22/2002	EXTN.5492, TEL.570-426-1319, S.T.19:24, DUR.00:30	0.25
07/22/2002	EXTN.6015, TEL.202-371-9770, S.T.11:01, DUR.03:36	1.30
07/23/2002	EXTN.5492, TEL.732-341-8253, S.T.13:29, DUR.00:54	0.32
07/24/2002	VENDOR: At&T Teleconference Services; INVOICE#: 070102; DATE: 7/1/02 - 07/02 Firm Teleconferencing Ken Pasquale	271.79
07/24/2002	EXTN.5430, TEL.973-424-2031, S.T.16:55, DUR.01:06	0.65
07/24/2002	EXTN.5431, TEL.973-645-2580, S.T.10:01, DUR.02:12	0.97
07/24/2002	EXTN.5492, TEL.954-731-1035, S.T.11:50, DUR.08:30	2.92

## STROOCK

PAGE: 6

DATE	DESCRIPTION	AMOUNT
07/24/2002	EXTN.5492, TEL.954-731-1035, S.T.13:39, DUR.01:48	0.65
07/24/2002	EXTN.5544, TEL.302-426-1900, S.T.10:42, DUR.01:12	0.65
07/24/2002	EXTN.6015, TEL.202-371-9770, S.T.14:00, DUR.02:12	0.97
07/25/2002	EXTN.5431, TEL.973-424-2031, S.T.10:13, DUR.00:18	0.32
07/25/2002	EXTN.6015, TEL.202-371-9770, S.T.14:47, DUR.01:36	0.65
07/26/2002	EXTN.6015, TEL.202-371-9770, S.T.16:56, DUR.01:36	0.65
07/29/2002	EXTN.5492, TEL.201-384-1279, S.T.10:52, DUR.04:48	1.62
07/29/2002	EXTN.5492, TEL.954-731-1035, S.T.20:23, DUR.02:48	0.74
07/29/2002	EXTN.5760, TEL.973-424-2031, S.T.16:57, DUR.01:06	0.65
07/30/2002	EXTN.5492, TEL.201-556-4021, S.T.10:51, DUR.13:48	4.54
07/30/2002	EXTN.5492, TEL.732-271-1999, S.T.14:43, DUR.10:00	3.24
07/30/2002	EXTN.5492, TEL.954-722-1445, S.T.14:55, DUR.04:36	1.62
07/31/2002	EXTN.3430, TEL.201-843-4900, S.T.11:44, DUR.01:12	0.65
07/31/2002	EXTN.6015, TEL.202-454-6624, S.T.18:54, DUR.06:42	2.19
<b>Long Distance Telephone Total</b>		<b>482.89</b>
<b>Duplicating Costs-in House</b>		
07/01/2002		1.10
07/02/2002		0.40
07/02/2002		20.70
07/03/2002		2.80
07/09/2002		0.60
07/10/2002		13.60

## STROOCK

---

PAGE: 7

---

DATE	DESCRIPTION	AMOUNT
07/10/2002		0.10
07/11/2002		0.60
07/12/2002		0.10
07/12/2002		0.80
07/12/2002		2.30
07/15/2002		1.50
07/15/2002		5.20
07/16/2002		3.60
07/16/2002		15.10
07/17/2002		1.80
07/17/2002		3.60
07/18/2002		4.60
07/18/2002		2.20
07/18/2002		0.90
07/18/2002		0.60
07/19/2002		2.20
07/19/2002		10.60
07/22/2002		7.20
07/22/2002		5.20
07/22/2002		0.50
07/22/2002		4.30
07/22/2002		0.30

## STROOCK

---

PAGE: 8

---

DATE	DESCRIPTION	AMOUNT
07/22/2002		6.60
07/23/2002		6.90
07/23/2002		24.10
07/24/2002		0.10
07/24/2002		4.60
07/24/2002		0.70
07/26/2002		48.50
07/26/2002		12.20
07/30/2002		8.40
07/30/2002		2.10
07/30/2002		0.60
07/31/2002		0.70
<b>Duplicating Costs-in House Total</b>		<b>228.00</b>
<b>Postage</b>		
05/13/2002	Postage Charged by on 05/06/2002	12.45
07/09/2002	Postage Charged by on 07/01/2002	0.37
<b>Postage Total</b>		<b>12.82</b>
<b>Facsimile Charges</b>		
07/12/2002	FAX # 799-1349	24.00
07/19/2002	FAX # 868-1229	4.00
07/19/2002	FAX # 305-374-7593	4.00
07/19/2002	FAX # 907-463-3567	4.00
07/31/2002	FAX # 474-3700	41.00

## STROOCK

PAGE: 9

DATE	DESCRIPTION	AMOUNT
	<b>Facsimile Charges Total</b>	<b>77.00</b>
<b>Travel Expenses - Transportation</b>		
07/30/2002	VENDOR: Ken Pasquale; INVOICE#: 07/23/02; DATE: 7/30/02 - 07/22 TRIP TO WILMINGTON, DE FOR COURT HEARINGS - MILEAGE & PARKING CHARGES	89.95
	<b>Travel Expenses - Transportation Total</b>	<b>89.95</b>
<b>Westlaw</b>		
07/17/2002	; Duration 0:10:01; By SASSON MOSHE	57.11
07/22/2002	; Duration 0:00:00; By KRIEGER ARLENE G	45.25
07/24/2002	; Duration 0:00:00; By KRIEGER ARLENE G	29.25
	<b>Westlaw Total</b>	<b>131.61</b>
<b>Word Processing - Logit</b>		
07/03/2002		30.00
	<b>Word Processing - Logit Total</b>	<b>30.00</b>
<b>TOTAL DISBURSEMENTS/CHARGES</b>		<b>\$ 1,250.79</b>